

**IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

In re:	§	Chapter 11
	§	
BPZ Resources, Inc.,	§	Case No.: 15-60016 (DRJ)
	§	
Debtor.	§	

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**NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF ALL PLEADINGS**

**PLEASE TAKE NOTICE** that the undersigned hereby appears as proposed counsel for the Official Committee of Unsecured Creditors (the “Committee”), pursuant to Rules 2002, 3017, 9007, 9010 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and requests that copies of any and all notices, pleadings, motions, orders to show cause, applications, presentments, petitions, memoranda, affidavits, declarations, and orders, or other documents filed or entered in this case be transmitted to:

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**PLEASE TAKE FURTHER NOTICE** that this request includes not only the notices and papers referred to in the Bankruptcy Rules and title 11 of the United States Code, but also includes, without limitation, the schedules, statement of financial affairs, operating reports, pleadings, motions, applications, complaints, demands, hearings, requests or pleadings, and disclosure statement, any letter, objections, answering or reply papers, memoranda and briefs in

support of any of the foregoing and any other document brought before this Court with respect to this proceeding, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, electronic mail, telephone, telegraph, telex or otherwise filed or delivered to the clerk, court or judge in connection with and with regard to this bankruptcy case and any proceeding related thereto as well as the property of the Debtor or which affects or seeks to affect in any way the rights or interests of the Committee or any other party in interest in this case.

**PLEASE TAKE FURTHER NOTICE** that neither this Notice of Appearance nor any prior or later appearance, pleading, claim, or suit shall waive any right of Committee to (a) have final orders in non-core matters entered only after *de novo* review by a District Court judge, (b) trial by jury in a proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (c) have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (d) any objection to the jurisdiction of the Bankruptcy Court for any purpose, (e) any election of remedy, or (f) any rights, claims, actions, defenses, setoffs or recoupments, under agreements, in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: May 19, 2015

Respectfully submitted,

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Charles R. Gibbs

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– and –

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*Proposed Counsel for the Official Committee  
of Unsecured Creditors*

### **CERTIFICATE OF SERVICE**

The undersigned hereby certifies that, on the 19th day of May 2015, a true and correct copy of the foregoing document was electronically filed with the Clerk of the United States Bankruptcy Court for the Southern District of Texas and was served upon the parties eligible to receive notice through the Bankruptcy Court's ECF facilities by electronic mail and was served on all parties listed on the attached Master Service List as last filed by the Debtor on May 8, 2015 [Docket No. 152] via first class U.S. Mail, postage prepaid.

/s/ Charles R. Gibbs

Charles R. Gibbs

Master Service List  
as of May 8, 2015

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
AKIN GUMP STRAUSS HAUER & FELD LLP	MICHAEL S. STAMER & MEREDITH LAHAIE	ONE BRYANT PARK	BANK OF AMERICA TOWER		NEW YORK	NY	10036-6745		212-872-1025	212-872-1002	instamer@akingump.com; mlahaie@akingump.com	COUNSEL FOR THE AD HOC GROUP; COUNSEL TO INDABA CAPITAL FUND
ARENT FOX LLP	ANDREW I SILFEN & LEAH M EISENBERG	1675 BROADWAY			NEW YORK	NY	10019		212-4843900	212-484-3990	andrew.silfen@arentfox.com; leah.eisenberg@arentfox.com	COUNSEL TO WELLS FARGO NA IN ITS CAPACITY AS TRUSTEE RE INDENTURE AS OF 2/8/2010 AND INDENTURE AS OF 9/24/2013
BANKER AMSTETLER, LLP	PAMELA GALE JOHNSON	811 MAIN STREET, SUITE 1100			HOUSTON	TX	77002-8111		713-646-1324	713-751-1717	piohnson@bankertaw.com	SPECIAL COUNSEL TO THE DEBTOR
BAY TRACT CORPORATION	ATTN DIRECTOR OR OFFICER	440 ROUTE 198			WOODSTOCK VALLEY	CT	06093-2427		860-315-7372	860-374-2229		20 LARGEST UNSECURED CREDITORS
CGG SERVICES (U.S.) INC.	ATTN DIRECTOR OR OFFICER	10300 TOWN PARK DRIVE			HOUSTON	TX	77072		832-351-8300	832-351-8701		20 LARGEST UNSECURED CREDITORS
COMPUTERSHARE	ATTN DIRECTOR OR OFFICER	250 ROYALL ST			CANTON	MA	02021		781-575-2000	781-575-4210		20 LARGEST UNSECURED CREDITORS
EQUITY METHODS, LLC	ATTN DIRECTOR OR OFFICER	15300 N. 90TH STREET SUITE 400			SCOTTSDALE	AZ	85260		480-428-3344	480-767-1374		20 LARGEST UNSECURED CREDITORS
FOULON INVESTMENTS, INC.	ATTN DIRECTOR OR OFFICER	8180 GREENSBORO DRIVE 8TH FLOOR			MCLEAN	VA	22102		703-245-5772	703-649-6288		20 LARGEST UNSECURED CREDITORS
FREDERICK T. GREENE		1599 LAKE ROBBINS DR. #200			THE WOODLANDS	TX	77381		832-375-2513	832-375-3513	fred.greene@woodforestfinancial.com	MEMBER OF THE COMMITTEE OF UNSECURED CREDITORS
HAWASH MEADE GASTON NEESE & CICACK LLP	WALTER CICACK	2118 SMITH STREET			HOUSTON	TX	77002		713-658-9001	713-658-9011		LOCAL COUNSEL TO THE DEBTOR
INDABA CAPITAL FUND LP c/o INDABA CAPITAL MANAGEMENT	THOMAS E MCCONNON	1 LETTERMAN DRIVE	BUILDING D STE DM700		SAN FRANCISCO	CA	94129		415-680-1180	415-680-1181	tmcconnon@indabacapital.com	MEMBER OF THE COMMITTEE OF UNSECURED CREDITORS
INTERNAL REVENUE SERVICE	CENTRALIZED INSOLVENCY OPERATION	11601 ROOSEVELT BLVD	MAIL DROP N781		PHILADELPHIA	PA	19114-0328		800-913-9358			INTERNAL REVENUE SERVICE
INTERNAL REVENUE SERVICE	CENTRALIZED INSOLVENCY OPERATION	PO BOX 1746			PHILADELPHIA	PA	19114-0328		800-913-9358			INTERNAL REVENUE SERVICE
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INTERNAL REVENUE SERVICE		PO BOX 105703			ATLANTA	GA	30348-6703					INTERNAL REVENUE SERVICE
INTERNAL REVENUE SERVICE GCLS		1919 SMITH ST			HOUSTON	TX	77002					INTERNAL REVENUE SERVICE
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MUTUAL OF OMAHA	PRESTON LASH	MUTUAL OF OMAHA PLAZA			OMAHA	NE	68176		402-997-1996			20 LARGEST UNSECURED CREDITORS
NASDAQ OMX CORPORATE SOLUTIONS	ATTN DIRECTOR OR OFFICER	ONE LIBERTY PLAZA	165 BROADWAY		NEW YORK	NY	10006		212-401-8700	212-401-1017		20 LARGEST UNSECURED CREDITORS
PAY SYSTEMS OF AMERICA	DARRIN STINSON	1321 MURFREESBORO ROAD SUITE 100			NASHVILLE	TN	37217		877-877-8144 Ext. 13169	615-292-7882		20 LARGEST UNSECURED CREDITORS
PERUPETRO S.A.	GERENCIA GENERAL	AV. LUIS ALDANA NO. 320			LIMA 41			PERU		51-1-617-1801		20 LARGEST UNSECURED CREDITORS
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SECURITIES AND EXCHANGE COMMISSION		175 WEST JACKSON BLVD STE 900			CHICAGO	IL	60604		312-353-7400	312-353-7398	tdodda@sec.gov	SECURITIES AND EXCHANGE COMMISSION
SECURITIES AND EXCHANGE COMMISSION		100 F ST NE			WASHINGTON	DC	20549		202-942-8988	202-772-9295	secbankruptcy@sec.gov	SECURITIES AND EXCHANGE COMMISSION
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STANDARD & POOR'S RATING SERVICES	ATTN DIRECTOR OR OFFICER	2542 COLLECTION CENTER DRIVE			CHICAGO	IL	60693				see CUSIP fax	20 LARGEST UNSECURED CREDITORS
STROOCK & STROOCK & LAVAN LLP	KRISTOPHER M. HANSEN, FRANK A MEROLA, MATTHEW G GAROFALO & ELIZABETH TAVERAS	180 MAIDEN LANE			NEW YORK	NY	10038		212-806-5400	212-806-6006	bpzchapter11@stroock.com	COUNSEL TO THE DEBTOR
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS	ATTN DIRECTOR OR OFFICER	111 EAST 17TH STREET			AUSTIN	TX	78774		512-463-4000	512-475-0352	texas.comptroller@cpa.state.tx.us	20 LARGEST UNSECURED CREDITORS
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS JASON STARKS	C O SHERRI K SIMPSON AG OFC	PO BOX 12548	BANKRUPTCY & COLLECTIONS DIVISION		AUSTIN	TX	78711-2548		512-475-4562	512-936-1409	bk-jstarks@texasattorneygeneral.gov;	ATTORNEY GENERAL OF TEXAS
ASST ATTORNEY GENERAL					AUSTIN	TX	78723-1098		512-224-3800	512-505-6291	sherri.simpson@texasattorneygeneral.gov	20 LARGEST UNSECURED CREDITORS
TEXAS MUTUAL INSURANCE CO.	ATTN DIRECTOR OR OFFICER	6210 EAST HIGHWAY 290			AUSTIN	TX	78723-1098		713-407-4142	426-378-4920		20 LARGEST UNSECURED CREDITORS
T-MOBILE	LEWIS PREISSINGER	12920 SE 38TH STREET			BELLEVUE	WA	98006		800-842-2656	952-936-3290		20 LARGEST UNSECURED CREDITORS
UNITED HEALTHCARE	ATTN DIRECTOR OR OFFICER	9900 BREN RD. E. MN008-T-615			MINNETONKA	MN	55343		866-432-5992 Ext. 64597			20 LARGEST UNSECURED CREDITORS
UNITED HEALTHCARE	JIM ANDERSON	DEPT. CH 10151			PALATINE	IL	60555-0151				See below	20 LARGEST UNSECURED CREDITORS
US ATTORNEYS OFFICE	SOUTHERN DISTRICT OF TEXAS	1000 LOUISIANA ST STE 2300			HOUSTON	TX	77002		713-864-8000	713-718-3300	usabks.gtw@usdoj.gov	OFFICE OF THE US ATTORNEY FOR THE SOUTHERN DISTRICT OF TEXAS - HOUSTON
US TRUSTEE FOR THE SOUTHERN DISTRICT OF TEXAS	HECTOR DURAN	515 RUSK ST STE 3516			HOUSTON	TX	77002		713-718-4650	713-718-4670	hector.duran jr@usdoj.gov	US TRUSTEE FOR THE SOUTHERN DISTRICT OF TEXAS
WELLS FARGO BANK N.A.	AS TRUSTEE FOR THE 8.5% CONVERTIBLE SENIOR NOTES DUE 2017	ATTENTION: CORPORATE TRUST, MUNICIPAL AND SERVICES, BREND BORIL	750 NORTH ST. PAUL PLACE, SUITE 1750	MAC T9263-170	DALLAS	TX	75201			214-756-7401		WELLS FARGO, AS INDENTURE TRUSTEE FOR THE 8.5% CONVERTIBLE SENIOR 2017 NOTES, 20 LARGEST UNSECURED CREDITORS (TOP 20)
WELLS FARGO BANK N.A.	THOMAS M KORSMAN VP	625 MARQUETTE AVE 16TH FL	MAC N9311-161		MINNEAPOLIS	MN	55402		612-466-5890	866-680-1777	thomas.m.korsman@wellsfargo.com	COUNSEL TO WELLS FARGO NA IN ITS CAPACITY AS TRUSTEE RE INDENTURE AS OF 2/8/2010 AND INDENTURE AS OF 9/24/2013; MEMBER OF THE COMMITTEE OF UNSECURED CREDITORS
WELLS FARGO BANK N.A.	TRUSTEE FOR THE 6.5% CONVERTIBLE SENIOR NOTES DUE 2015	ATTN: CORPORATE TRUST SERVICES	1445 ROSS AVENUE, SECOND FLOOR	MAC T5303-022	DALLAS	TX	75202		214-777-4076	214-777-4086		WELLS FARGO, AS INDENTURE TRUSTEE FOR THE 6.5% CONVERTIBLE SENIOR 2015 NOTES, 20 LARGEST UNSECURED CREDITORS (TOP 20)
WYNDERBICH SECURITIES, INC.	ATTN DIRECTOR OR OFFICER	6950 POPLAR AVENUE, SUITE 100			MEMPHIS	TN	38119		901-251-1330	901-251-1349		20 LARGEST UNSECURED CREDITORS